

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CITIBANK, N.A.,

Plaintiff,

v.

HPS INVESTMENT PARTNERS, LLC AND
SYMPHONY ASSET MANAGEMENT LLC,

Defendants.

No. 1:20-cv-6617

~~[PROPOSED]~~ **ORDER TO SHOW CAUSE FOR TEMPORARY RESTRAINING
ORDER AND PRELIMINARY INJUNCTION AGAINST HPS**

WHEREAS, the Court having considered Plaintiff Citibank, N.A.’s (“Citibank”) Memorandum of Law Support in Support of Citibank’s Application for a Temporary Restraining Order and Preliminary Injunction (the “Application”) against defendants HPS Investment Partners, LLC (“HPS”) and Symphony Asset Management LLC (“Symphony”), together with the supporting Declarations of Mitali Sohoni, Brendan Zeigon, and John F. Baughman (the “Declarations”), as well as the record and proceedings to date in the action captioned above.

IT IS HEREBY ORDERED that Citibank’s Application is **GRANTED** in its entirety. It is hereby further **ORDERED** that:

1. Defendant must appear before The Honorable Jesse M. Furman,
District Judge, United States District Court for the Southern District of New York, on September 30,
9:30 ~~XXXXXX~~
2020, at XXXX a.m./~~p.m.~~, in the United States Courthouse, ~~500 Pearl Street~~/40 Foley Square, New
York, New York 10013, and show cause (the “Show Cause Hearing”) as to why the Court should
not enter an Order, pursuant to FED. R. CIV. P. 65(a), that:

- a. preliminarily requires HPS to remit to Citibank funds in the amount of \$127,336,420.54, pending a final determination on the merits in this action; and
- b. preliminarily requires Symphony to remit to Citibank funds in the amount of \$109,673,303.62, pending a final determination on the merits in this action; or, in the alternative, that
- c. preliminarily enjoins HPS, its officers, agents, employees, successors, and all those in active concert or participation with them from removing, withdrawing, transferring, assigning, or otherwise disposing of the \$127,336,420.54 transferred to HPS by Citibank on August 11, 2020, pending a final determination on the merits in this action; and
- d. preliminarily enjoins Symphony, its officers, agents, employees, successors, and all those in active concert or participation with them from removing, withdrawing, transferring, assigning, or otherwise disposing of the \$109,673,303.62 transferred to Symphony by Citibank on August 11, 2020, pending a final determination on the merits in this action.

2. Sufficient reason having been shown therefor, from the date of this Order, through and including the date of the Show Cause Hearing, HPS and Symphony, their agents, servants, employees, officers and all persons and entities in active concert and participation with them, are hereby temporarily restrained, pursuant to FED. R. CIV. P. 65(b), from engaging in any of the acts and/or conduct described in Paragraph 1(c) and 1(d) of this Order.

3. Pursuant to this Court's equitable powers and discretion, Citibank need not post a bond.

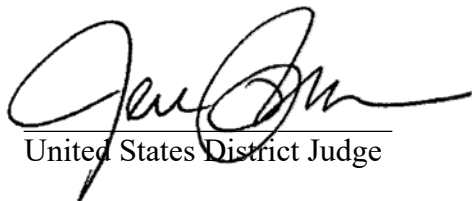
4. Citibank and/or its authorized representative(s) must serve a copy of this Order, together with Citibank's Memorandum of Law, and the Declarations in Support of Citibank's Application, on:

- a. ~~HPS and/or HPS's registered agent via personal service, email, and/or First Class Mail to HPS Investment Partners, LLC, c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801; and~~
- b. Symphony and/or Symphony's registered agent via personal service, email, and/or First Class Mail to Symphony Asset Management LLC, c/o Corporation Service Company, 2710 Gateway Oaks Drive, Suite 150N, Sacramento, California 95833;

on or before August 21, 2020 at 12 ~~XX~~ p.m. The foregoing shall constitute proper service and notice of this Order.

5. This Court shall retain jurisdiction to hear and determine all matters arising out of, relating to, and/or otherwise concerning the interpretation and/or enforcement of this Order.

SO ORDERED this 19 day of August, 2020


United States District Judge

As discussed on the record during the proceeding in 20-CV-6539 held this morning, this Order is extended through the date of trial, currently scheduled for September 30, 2020, on consent as to HPS and on a finding of good cause for the reasons stated on the record. Further, the parties shall submit an agreed upon proposed scheduling order -- or competing orders and letter briefs addressing any disagreements -- by August 24, 2020.

The Clerk of Court is directed to terminate ECF No. 7.